

# CY-FAIR HIGH SCHOOL BAND BOOSTERS BYLAWS OF CORPORATION

## ARTICLE I - NAME

- 1.1 **Name.** The name of the organization shall be the Cy-Fair High School Band Boosters, hereinafter known as Band Boosters.

## ARTICLE II - PURPOSE

- 2.1 **Purposes.** The Corporation is a nonprofit corporation organized exclusively for charitable and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code.

The purpose of this organization is to assist the Sponsors of the Band Boosters in providing financial support to Cy-Fair high school band program, provide chaperone assistance as required and coordinate social events as directed by the Sponsor.

## ARTICLE III

- 3.1 **Principal Office.** The place in this state where the principal office of the Corporation is to be located in Harris County, Texas.
- 3.2 **Registered Office and Registered Agent.** The Corporation shall have and contiguously maintain in the State of Texas a registered agent whose office is identical with such registered office, as required by the Texas Business Organizations Code. The registered office may be, but need not be identical with the principal office of the Corporation, and the address of the registered office may be changed from time to time by the Board of Directors.

## ARTICLE IV

- 4.1 **Administration.** The Purposes of the Corporation shall be carried out through conferences, committees and projects. The Corporation shall not seek to direct the administrative activities of the school or to control their policies.
- 4.2 **Non-Commercial.** The Corporation shall be non-commercial, non-sectarian and nonpartisan. No commercial enterprise or any candidates shall be endorsed by it. The name of the Corporation or its officers in their official capacities shall not be used in any connection with a commercial concern or with any partisan interest or for any purpose other than the regular work of the Corporation.

# CY-FAIR HIGH SCHOOL BAND BOOSTERS BYLAWS OF CORPORATION

## ARTICLE V - MEMBERSHIP

- 5.1 Membership.** The corporation will have no members. The Corporation may, nevertheless, use the term “Members” to designate those persons having such privileges and status as the Board of Directors may determine.
- 5.2 Eligibility.** The parent(s) or guardian(s) of any Cy-Fair band student shall be eligible for membership upon payment of annual dues.
- 5.3 Dues and Terms of Membership.** The annual dues shall be \$10.00 per family. A member in good standing is any member whose dues have been paid.

The term of membership in the Band Boosters is from date of dues payment to the following August 1<sup>st</sup>.

- 5.4 Voting.** There shall be one (1) vote per individual member in good standing.
- There shall be a maximum of two (2) votes per family provided two members in good standing from that family are present to cast said votes.
- 5.5 Non-voting Members.** Any person who is not a parent or guardian of a Cy-Fair band student may participate in Band Booster activities and may become a non-voting member by paying the annual dues.

## ARTICLE VI

- 6.1 General Powers.** The affairs of the Corporation shall be managed by its Board of Directors.
- 6.2 Board of Directors.** The Board of Directors shall consist of the individuals who hold the offices of the President, Vice-President, Treasurer, Secretary, and Fundraising Chair. The number of directors can be increased or decreased by amending the Bylaws. The number of directors cannot be decreased to fewer than three and must consist of the President, Treasurer and Secretary.
- 6.3 Duties.** The duties of the Board of Directors shall be to transact necessary business with integrity and in an ethical manner.

## **CY-FAIR HIGH SCHOOL BAND BOOSTERS BYLAWS OF CORPORATION**

- 6.4 Meetings.** There will be no less than two (2) Board of Director meetings per school semester as called by the President. There will be no less than two (2) general membership meetings per school year as called by the President.
- 6.5 Quorum.** A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board; but if less than a majority of the directors are present at the meeting, a majority of the Directors present may adjourn the meeting from time to time without further notice. To accommodate spouses jointly fulfilling a Board position a majority is determined by each position represented at the meeting. Proxies are not allowed.

A quorum for a general membership meeting shall consist of a quorum of the Board of Directors and at least three (3) members at large. Proxies are not allowed.

- 6.6 Manner of Acting.** The act of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, unless the act of a greater number is required by law or by these bylaws.
- 6.7 Resolutions.** No resolutions may be adopted except by the Board of Directors.
- 6.8 Informal Action by Directors.** Any action required by law to be taken at a meeting of the Board of Directors, or any action which may be taken at a meeting of the Board of Directors, may be taken without a meeting if a consent in writing setting forth the action so taken shall be signed by all of the directors.
- 6.9 Dissolution.** Upon dissolution of the association, assets shall be distributed for one more exempt purpose within the meaning of Section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for public purpose. Any such assets not so disposed of shall be disposed of by the Court of Competent Jurisdiction of the county in which the principal office of the associates is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

In accordance with previous paragraph, the Cy-Fair High School Principal will determine distribution of the assets

- 6.10 Restrictions & Requirements.** No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in Article Two hereof.

# CY-FAIR HIGH SCHOOL BAND BOOSTERS BYLAWS OF CORPORATION

## ARTICLE VII - OFFICERS

**7.1 Officers.** The officers of the corporation shall be a President, Vice President, Secretary, Treasurer and Fundraising Chair. The organization must have a President, Secretary and Treasurer. One person cannot hold offices of President and Treasurer at one time. No spouses or family members can hold positions of President and Treasurer at one time.

**7.2 Terms of Office.** The following officers will be elected for a term of one (1) year, at a meeting of the general membership in April or May of each year:

Vice-President (succeeds to President in school year following election) will be elected for a term of one (1) year.

The following officers will be elected for a term of two (2) years, at a meeting of the general membership in April or May each year: Secretary, Treasurer and Fund Raising Chair

The term of office shall be in effect from July 1 through June 30.

**7.3 Vacancies.** Should a vacancy occur during the elected office term, the vacancy shall be filled at the next regular meeting or special meeting of the Board of Directors.

**7.4 Nominating Committee.** A nominating committee, consisting of three (3) Band Booster members in good standing, shall be appointed annually by the Vice –President and the Director of Bands. Current officers of the Band Boosters may not serve as members of nominating committee.

The nominating committee must submit a written report to the Vice-President listing one nominee for each office to be filled. The report must be signed by a majority of the members of the nominating committee. If the nominees are not approved by the Vice President and Band Director, they may request the nominating committee submit another report with a list of alternate names.

A Married Couple shall be considered as one nominee for purpose of holding office.

**7.5 Removal from Office.** If an officer is not fulfilling the duties or is violating school or Booster Club Policy, they may be removed from office. The Principal and / or the Board of Directors by majority vote may approve the removal of an officer.

**7.6 Compensation.** All officers are volunteers, and none are paid any compensation for services performed.

# CY-FAIR HIGH SCHOOL BAND BOOSTERS BYLAWS OF CORPORATION

## ARTICLE VIII – DUTIES OF OFFICERS

- 8.1 President.** The President shall be the principal executive officer of the Corporation and oversee all aspects of the Band Booster Program. He or she shall preside at all meetings of the Corporation, the Board of Directors, Band Boosters and shall be ex-officio member of all committees except the nominating committee. He or she may sign with the Secretary or any other proper officer of the Corporation authorized by the Board of Directors, any contracts or other instruments which the Board of Directors has authorized to be executed. Calls meetings of the memberships and Board of Directors when necessary.
- 8.2 Vice –President.** In the absence of the President or in the event of his or her inability or refusal to act, the Vice President shall perform the duties of the President, and when so acting shall have all the powers of and be subject to all the restrictions upon the President. Assists the President as required. Provide chaperone assistance to the band as requested by the Band Director. Keeps track of volunteer hours. Observe all activities of the Band to prepare for being President.
- 8.3 Secretary.** The Secretary shall keep the minutes of the meetings of the members of the Board of Directors and general membership meetings. Prepare correspondence of the Band Boosters in coordination with the President and/or Board of Directors.
- 8.4 Treasurer.** The Treasure shall have charge and custody of and be responsible for all funds and securities of the Corporation; deposit all such moneys in the name of the Corporation in such banks, trust companies as shall be selected in accordance with these bylaws. Record all Band Booster financial matters; reports on them to the Board of Directors and general membership. Submit annual financial statement for review by the Board of Directors and/or audit committee appointed by the president.
- 8.5 Fundraising Chair.** The Fundraising Chair shall oversee the planning and execution of fundraising activities. He or She will review and advise on all fundraising plans and activities. Develop and submit the fundraising “plan” for the Cy-Fair High School Band and Color Guard to the District as required by District Policy. Insure that fundraising plans and activities adhere to Cy-Fair ISD policies and State Laws governing fundraising for 501 (c) (3) organizations. Monitor and measure fundraising activities to ensure that new fundraising objectives are met. Perform continuous improvement analysis to ensure that new fundraising opportunities are considered and that less productive activities are discontinued. Insure that small group fund raising activities are not in conflict with broad-based fundraising activities. Foster a “one team” culture within band and all sub-groups of the Band and Color Guard where fundraising is a team effort and that the whole is greater than sum of the parts.

# CY-FAIR HIGH SCHOOL BAND BOOSTERS BYLAWS OF CORPORATION

## ARTICLE IX – COMMITTEES

- 9.1 Standing Committees.** There shall be such standing committees created by the Board of Directors as may be required to promote the objectives and purposes of the organization. The chairpersons of the standing committees shall be appointed or selected by the Board of Directors. Their term of office shall be for one year.

The booster club's current standing committees are: Hospitality, Spirit Sales, Historian, Pit Crew, Marching Practice Support, Color Guard and Webmaster.

## ARTICLE VIII – FINANCIAL INFORMATION

- 10.1 Checks and Drafts.** All checks, drafts, or orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Corporation shall be signed by the President or Treasurer. All requests for reimbursement must be in writing and approved by the Sponsor and two (2) Board members. The Corporation may have up to four (4) check signers on the account to accommodate husband and wife sharing the role of President or Treasurer.
- 10.2 Deposits.** All funds of the Corporation shall be deposited in a timely manner to the credit of the Corporation in such banks, trust companies, or other depositories as the Board of Directors may select.
- 10.3 Books and Records.** The corporation shall keep correct and complete books and records of account and shall also keep minutes of the preceding's of its members, Board of Directors, and committees having any of the authority of the Board of Directors. All books and records of the Corporation may be inspected by any member or his or her agent or attorney for any proper purpose at any reasonable time. All books and records must be provided to the succeeding members at the time of their election.
- 10.4 Fiscal Year.** The fiscal year of the corporation shall begin on the first day of July and end on the last day in June.
- 10.5 Annual Returns.** The Corporation shall submit an annual return to the IRS (990, 990-N, 990-EZ).
- 10.6 Sales Tax Report.** The Corporation shall submit an annual sales tax report to the Texas Comptroller's Office.
- 10.7 Financial Report.** The Corporation shall submit an Annual Financial Report to the Principal, the Sponsor, and to the Director of General Administration (Booster Clubs) or to the Principal and the Director for Marketing and Business Relations (PTOs) each year by date requested.

**CY-FAIR HIGH SCHOOL BAND BOOSTERS  
BYLAWS OF CORPORATION**

**10.8 Fundraising.** All fundraisers require the approval of the Principal / Sponsor.

**Article XI – Miscellaneous**

**11.1 Conflict of Interest Policy.** The Board of Directors shall avoid any conflict between their personal interests and the interest of the Corporation. The Board of Directors shall avoid actual conflicts of interest and the appearance of conflicts of interest. The Board of Directors shall perform the day-to-day duties with integrity and in an ethical manner.

**11.2 Contracts.** The Board of Directors may authorize any officer or officers, agent or agents of the Corporation, in addition to the officers so authorized by these bylaws, to enter into contract or execute and deliver any instrument in name of and on behalf of the Corporation. Such authority may be general or confined to specific instances. All expenditures must be approved by the Sponsor and Board of Directors before they are made.

**11.3 Donations.** The Board of Directors may accept on behalf of the Corporation any contribution, gift, bequest or devise for the general purposes or for any special purpose of the Corporation.

**ARTICLE XII - AMENDMENTS**

**12.1 Amendments.** The bylaws may be amended by a majority of the members present at any scheduled meeting of the general membership. Prior notice of the proposed amendment is required, either at the previous general membership meeting or by written notice at least 10 days before the vote.

Voted and approved at a meeting of the general membership on \_\_\_\_\_